

18 October 2017

Ms Isabelle Andrews
Australian Securities Exchange
by email

Dear Ms Andrews

MANTLE MINING CORPORATION LIMITED (ASX:MNM) – ASX Letter – Appendix 3Y Change of Directors Interest Notice

Mantle Mining Corporation Limited (Company) provides the following response to the letter received from ASX on 13 October 2017.

The Company issued options and performance rights to Directors on 8 September 2017 in accordance with specific shareholder approvals gained at the Company's Annual General Meeting on 28 November 2016. The issue of these securities was disclosed in an Appendix 3B lodged on 8 September 2017, referencing the specific meeting resolutions, keeping the market fully informed.

On 20 September 2017, the Appendix 3Ys were lodged 3 days after the requirement under ASX Listing Rule 3.19A.

The ASX has requested that the Company respond to the following questions.

1. Please explain why the Appendices were lodged late.

Completion of the Appendixes and subsequent review took longer than expected.

2. What arrangements does the Entity have in place under listing rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?

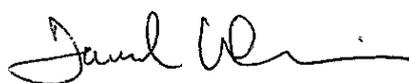
The Company and the Directors are aware of their obligations under ASX Listing Rule 3.19A. Each Director is made aware upon joining the Board of their obligations regarding details of any changes in their notifiable interests.

Obligations are formally documented in Deeds of Access and Indemnity signed by each Director.

3. If the current arrangements are inadequate or not being enforced, what additional steps does the Entity intend to take to ensure compliance with listing rule 3.19B?

The Company is aware of its obligations and confirms that its current practices are adequate and the late lodgement of the Appendix 3Ys in question was an unfortunate irregularity.

Yours sincerely



David Kinsman
Company Secretary



13 October 2017

Mr David Kinsman
Level 6
15 Astor Terrace
Spring Hill QLD 4000

By email: David.Kinsman@axiom-mining.com

Dear Mr Kinsman

Mantle Mining Corporation Limited (the “Entity”): Appendix 3Y – Change of Director’s Interest Notice

We refer to the following;

1. The Appendices 3Y lodged by the Entity with ASX on Wednesday 20 September 2017 for Mr Ian King, Mr Matthew Gill and Dr Richard Karel Valenta (the “Directors”) (the “Directors’ Notices”);
2. Listing rule 3.19A which requires an entity to tell ASX the following:
 - 3.19A.2 A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs
3. Listing rule 3.19B which states as follows.

An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.

The Appendices 3Y indicate that a change in Directors’ notifiable interest occurred on Friday 8 September 2017. It appears that the Directors’ Notices should have been lodged with ASX by Friday 15 September. Consequently, the Entity may be in breach of listing rules 3.19A and/or 3.19B.

Please note that ASX is required to record details of breaches of the listing rules by listed entities for its reporting requirements.



ASX reminds the Entity of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Entity make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.19A and 3.19B and Guidance Note 22: *Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities*, under listing rule 18.7 we ask that you answer each of the following questions.

1. Please explain why the Appendices were lodged late.
2. What arrangements does the Entity have in place under listing rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does the Entity intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail at Isabelle.andrews@asx.com.au. It should not be sent to the ASX Market Announcements Office.

A response is requested as soon as possible and, in any event, not later than half an hour before the start of trading (**i.e. before 9.30 a.m. A.E.D.T.) on Wednesday 18 October 2017.**

Under listing rule 18.7A, a copy of this letter and your response will be released to the market, so your response should be in a form suitable for release and must separately address each of the questions asked.

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

[Sent electronically without signature]

Isabelle Andrews

Adviser, Listings Compliance (Perth)